

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

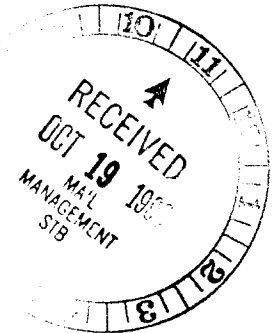
415/398-4510

FAX 415/398-4816

RECORDATION NO. 19332-A FILED

NOV 2 '99

8-45AM



October 4, 1999

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: Termination of the Lease of Railroad Equipment dated as of September 30, 1999 by Helm Financial Corporation ("**Lease Termination**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Lease Termination.

In connection with the recording of the Lease Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: Iowa Interstate Railroad, Ltd.
800 Webster Street
Iowa City, IA 52240

Equipment: Sixteen (16) locomotives as more fully described in Schedule A to the Lease Termination attached hereto.

Previous STB Filing: Memorandum of Lease of Railroad Equipment filed on March 29, 1995 at 3:05 pm under Recordation No. **19332**.

Please file this Lease Termination as a supplementary document and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,

Alison Drain
Alison Drain
Document Administrator

/ad
Enclosures (2)

NOV 2 '99

8-45AM

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of September 30, 1999 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. Recitals. Lessor entered into the Lease of Railroad Equipment dated as of January 27, 1995 ("Lease") with Iowa Interstate Railroad, Ltd., a Delaware corporation, with respect to the sixteen (16) locomotives described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation (f.k.a. the Interstate Commerce Commission) ("STB") under STB Recordation No. 19332 filed on March 29, 1995 at 3:05 PM.

The Lease was terminated on September 30, 1999. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. Termination. The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: John F. Dains

Name: John F. Dains

Title: Senior Vice President & CFO

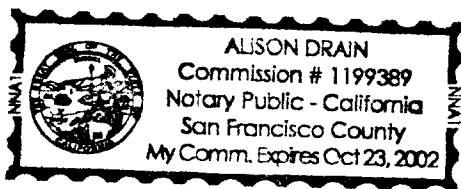
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On October 1, 1999, before me, Alison Drain
personally appeared John F. Dains, Senior Vice President and Chief
Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within
instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their
signature(s) on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Alison Drain
SIGNATURE OF THE NOTARY

SCHEDULE A

Description of the Units:

Sixteen (16) locomotives.

<u>Unit Number</u>	<u>Model</u>
IAIS 250	SW1200
IAIS 325	GP7
IAIS 402	GP10
IAIS 403	GP10
IAIS 405	GP10
IAIS 413	GP10
IAIS 431	GP10
IAIS 466	GP8
IAIS 468	GP8
IAIS 481	GP8
IAIS 601	GP38
IAIS 602	GP38
IAIS 625	GP38
IAIS 626	GP38
IAIS 627	GP38
IAIS 628	GP38